TALCOTT FRANKLIN, P.C. Counsel for the RMBS Settling Investors represented by Talcott Franklin P.C. 208 North Market Street, Suite 200 Dallas, TX 75202 (214) 736-8730 Talcott Franklin

2017 JUN 18 P 1: 05

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In Re: : Case No. 12-12020 (MG)

RESIDENTIAL CAPITAL, LLC, et al., Chapter 11

Debtors. : Jointly Administered

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MOTION FOR ADMISSION TO PRACTICE, PRO HAC VICE

I, Talcott Franklin, request admission, pro hac vice, before the Honorable Martin Glenn, to represent the Talcott Franklin Group, as that term is defined in the Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements, in the above-referenced case.

I certify that I am a member in good standing of the bar in the State of Texas.

I have submitted the filing fee of \$200.00 with this motion for pro hac vice

admission.

Dated: June 12, 2012

Talcott Franklin /

Talcott Franklin, P.C.

208 North Market Street, Suite 200

Dallas, TX 75202

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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re

Case No.: 12-12020 (MG)

RESIDENTIAL CAPITAL, LLC, et al.,

Chapter 11

Debtors.

Jointly Administered

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ORDER GRANTING ADMISSION TO PRACTICE, PRO HAC VICE

Upon the motion of Talcott Franklin, Esq., to be admitted, pro hac vice, to represent the Talcott Franklin Group, as that term is defined in the Debtors' Motion Pursuant to

Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements, in the above-

referenced case, and upon the movant's certification that the movant is a member in good

standing of the bar in the State of Texas, it is hereby

ORDERED, that Talcott Franklin, Esq., is admitted to practice, pro hac vice, in

the above-referenced case in the United States Bankruptcy Court for the Southern District of

New York, provided that the filing fee has been paid.

Dated:

June ___, 2012

New York, New York

UNITED STATES BANKRUPTCY JUDGE